

STATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

RECEIVED

FEB 01 2016

Department of Water Resources
Eastern Region

Notice of Change in Water Right Ownership

1. List the numbers of all water rights and/or adjudication claim records to be changed. If you only acquired a portion of the water right or adjudication claim, check "Yes" in the "Split?" column. If the water right is leased to the Water Supply Bank, check "Yes". If you are not sure if the water right is leased to the Water Supply Bank, see #6 of the instructions.

Water Right/Claim No.	Split?	Leased to Water Supply Bank?	Water Right/Claim No.	Split?	Leased to Water Supply Bank?
25-04162 <i>OK</i>	Yes ☐	Yes ☐		Yes ☐	Yes ☐
	Yes ☐	Yes ☐		Yes ☐	Yes ☐
	Yes ☐	Yes ☐		Yes ☐	Yes ☐
	Yes ☐	Yes ☐		Yes ☐	Yes ☐
	Yes ☐	Yes ☐		Yes ☐	Yes ☐

2. Previous Owner's Name: Penford Products Co.
Name of current water right holder/claimant
3. New Owner(s)/Claimant(s): Ingredion Incorporated
New owner(s) as listed on the conveyance document Name connector ☐ and ☐ or ☐ and/or
- | | | | |
|---------------------------------|----------------------------------|-----------|-------------------|
| <u>1088 West Sunnyside Road</u> | <u>Idaho Falls,</u> | <u>ID</u> | <u>83402-4706</u> |
| Mailing address | City | State | ZIP |
| <u>208.932.4373</u> | <u>kim.anselmo@ingredion.com</u> | | |
| Telephone | Email | | |
4. If the water rights and/or adjudication claims were split, how did the division occur?
☐ The water rights or claims were divided as specifically identified in a deed, contract, or other conveyance document.
☐ The water rights or claims were divided proportionately based on the portion of their place(s) of use acquired by the new owner.
5. Date you acquired the water rights and/or claims listed above: January 1, 2016
6. If the water right is leased to the Water Supply Bank changing ownership of a water right will reassign to the new owner any Water Supply Bank leases associated with the water right. Payment of revenue generated from any rental of a leased water right requires a completed IRS Form W-9 for payment to be issued to an owner. A new owner for a water right under lease shall supply a W-9. Water rights with multiple owners must specify a designated lessor, using a completed Lessor Designation form. Beginning in the calendar year following an acknowledged change in water right ownership, compensation for any rental will go to the new owner(s).
7. This form must be signed and submitted with the following **REQUIRED** items:
- ☒ A copy of the conveyance document – warranty deed, quitclaim deed, court decree, contract of sale, etc. The conveyance document must include a legal description of the property or description of the water right(s) if no land is conveyed.
 - ☒ Plat map, survey map or aerial photograph which clearly shows the place of use and point of diversion for each water right and/or claim listed above (if necessary to clarify division of water rights or complex property descriptions).
 - ☒ Filing fee (see instructions for further explanation):
 - ☐ \$25 per *undivided* water right.
 - ☐ \$100 per *split* water right.
 - ☐ No fee is required for pending adjudication claims.
 - ☐ If water right(s) are leased to the Water Supply Bank AND there are multiple owners, a Lessor Designation form is required.
 - ☐ If water right(s) are leased to the Water Supply Bank, the individual owner or designated lessor must complete, sign and submit an IRS Form W-9.

8. Signature: _____ Plant Manager _____ January 27, 2016 _____
 Signature of new owner/claimant Title, if applicable Date

Signature: _____ _____ _____
 Signature of new owner/claimant Title, if applicable Date

For IDWR Office Use Only:

Received by JB Date 2/1/2016 Receipt No. E041789 Receipt Amt. \$25 -

Active in the Water Supply Bank? Yes ☐ No ☐ If yes, forward to the State Office for processing W-9 received? Yes ☐ No ☐

Name on W-9 _____ Approved by JB Processed by JB Date 2/8/2016

Documentation of Ownership
(9 Pages not including cover page)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "PENFORD PRODUCTS CO." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PENFORD PRODUCTS CO." TO "PENFORD PRODUCTS CO., LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 2015, AT 2:10 O'CLOCK P.M.



772056 8100V
SR# 20150344303

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, reading "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

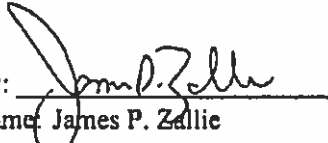
Authentication: 10166366
Date: 10-01-15

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
OF A CORPORATION INTO
A LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT**

October 1, 2015

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction of the Corporation immediately prior to filing this Certificate is
Delaware.
3. The date the Corporation first formed is May 10, 1971.
4. The name of the Corporation immediately prior to filing this Certificate is Penford
Products Co.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is
Penford Products Co., LLC.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the corporation has executed this Certificate of Conversion as of the date first set forth above.

By: 
Name: James P. Zallie
Title: President

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND
CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "PENFORD
PRODUCTS CO., LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF
OCTOBER, A.D. 2015, AT 2:10 O'CLOCK P.M.



772056 8100V
SR# 20150344303

You may verify this certificate online at corp.delaware.gov/authver.shtml

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Jeffrey W. Bullock, Secretary of State

Authentication: 10166366
Date: 10-01-15

**CERTIFICATE OF FORMATION
OF
PENFORD PRODUCTS CO., LLC**

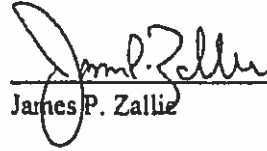
This Certificate of Formation of Penford Products Co., LLC (the "Company"), dated October 1, 2015, is being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company pursuant to the Delaware Limited Liability Company Act (6 Del. C. § 18-101 et. seq.).

FIRST. The name of the limited liability company formed hereby is:

Penford Products Co., LLC

SECOND. The address of the registered office of the Company in the State of Delaware is The Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801. The name of the registered agent of the Company for service of process at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation
as of the date first above written.


James P. Zallie

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PENFORD PRODUCTS CO., LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "INGREDION INCORPORATED" UNDER THE NAME OF "INGREDION INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2015, AT 8:41 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2016 AT 12:03 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2733464 8100M
SR# 20151504860

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 10677174
Date: 12-23-15

**STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
PENFORD PRODUCTS CO., LLC
(a Delaware limited liability company)**

INTO

**INGREDION INCORPORATED
(a Delaware corporation)**

Pursuant to Title 8, Section 264 of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

1. The name of the surviving corporation is Ingredion Incorporated, a Delaware corporation, and the name of the limited liability company being merged into this surviving corporation is Penford Products Co., LLC.
2. The Agreement and Plan of Merger has been adopted, approved, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.
3. The name of the surviving corporation is Ingredion Incorporated.
4. The Certificate of Incorporation of the surviving corporation as in effect immediately prior to the merger shall be the Certificate of Incorporation of the surviving corporation.
5. The merger is to become effective at 12:03 a.m. on January 1, 2016.
6. The executed Agreement and Plan of Merger and Reorganization is on file at 5 Westbrook Corporate Center, Westchester, Illinois 60154, the place of business of the surviving corporation.
7. A copy of the Agreement and Plan of Merger and Reorganization will be furnished by the corporation on request, without cost, to any stockholder of the corporation or member of the limited liability company.
8. Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Ingredion Incorporated at any time prior to the time that this Certificate of Merger filed with the Secretary of State of the State of Delaware becomes effective.

IN WITNESS WHEREOF, the surviving corporation has caused this certificate to be signed by an authorized officer, this 23rd day of December, 2015.

INGREDION INCORPORATED

By: /s/Jack C. Fortnum

Name: Jack C. Fortnum

Title: Executive Vice President and
Chief Financial Officer

Printed Map Using Map Tool
(2 Pages not including cover page)



er Rights

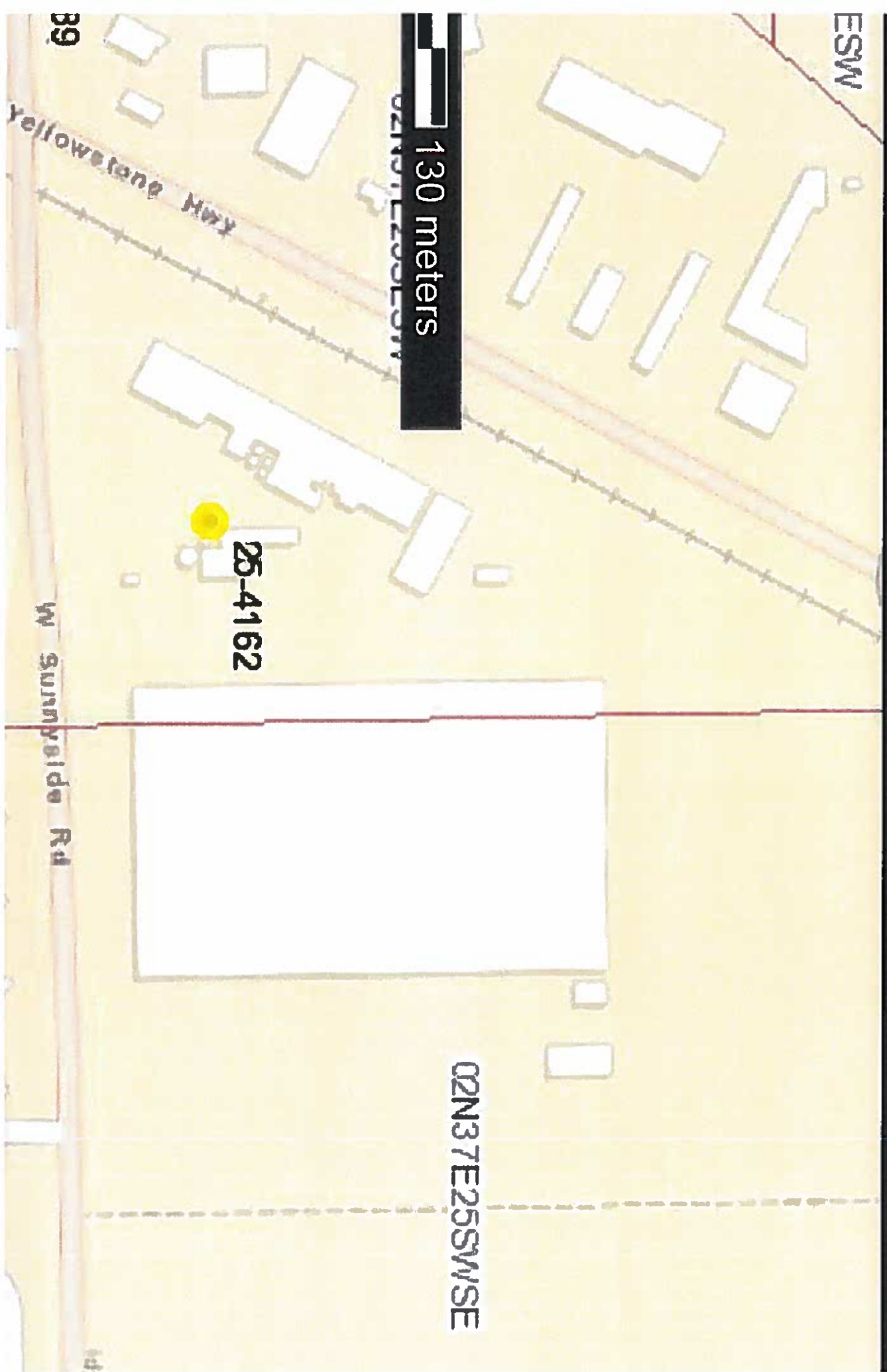
ESW

130 meters

02N01E200L00V

25-4162

02N37E25SW/SE





State of Idaho

DEPARTMENT OF WATER RESOURCES

900 N Skyline Dr., Ste A, Idaho Falls, Idaho 83402-1718

Phone: (208) 525-7161 FAX: (208) 525-7177 www.idwr.idaho.gov

C.L. "BUTCH" OTTER
Governor

GARY SPACKMAN
Director

February 12, 2016

Ingredion Inc
1088 W Sunnyside Rd
Idaho Falls Id 83402

RE: Change of Ownership for Water Right No(s). 25-4162

Dear Water Right Holder(s):

The department acknowledges receipt of correspondence changing ownership of the above referenced water right(s) to you. The department has modified its records to reflect the change in ownership and has enclosed computer-generated reports for your records.

Updating the ownership record for a water right does not reconfirm the validity of the right. When processing an ownership change notice, the department does not review the history of water use to determine if the right has been deliberately abandoned or forfeited through five years or more of non-use. To read more about water right forfeiture, including how to protect a water right from forfeiture, please see Sections 42-222 and 42-223, Idaho Code.

Also, please note that Section 42-248, Idaho Code, requires you or the owner of this water right to maintain current ownership and address records on file with the department. Forms to file a change of ownership of a water right and/or a change in the address of the water right owner are available from any department office, or at the department's website at: www.idwr.idaho.gov.

Please feel free to contact this office if you have any questions regarding this matter.

Sincerely,

Jonie Barg
Technical Records Specialist

Enclosure(s)

cc: Water District 120
Bonneville Jefferson Ground Water District
DLA Piper LLP



RECEIVED

FEB 01 2016

Department of Water Resources
Eastern Region

January 29, 2016

IDWR Eastern Region
900 N. Skyline Dr., Ste A
Idaho Falls, ID 83402-1718

Dear IDWR

Please find attached my client's Notice of Change in Water Right Ownership, with the required attachments and filing fee. Please contact me if you have any questions, or if this needs to be corrected in any way.

Sincerely,

DLA Piper LLP (US)

A handwritten signature in blue ink that reads 'Teri 2. Donaldson'.

Teri Donaldson
Partner
DLA Piper LLP (US)
1000 Louisiana, Suite 2800
Houston, TX 7702
Phone: 713.425.8455
Fax: 713.300.6025
Email: teri.donaldson@dlapiper.com

TLD:dny
Enclosures